

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-12480 (JTD)

(Jointly Administered)

**THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS' WITNESS AND EXHIBIT LIST
FOR HEARING ON DECEMBER 10, 2024, AT 10:00 A.M.**

The Official Committee of Unsecured Creditors (the “**Committee**”) of Franchise Group, Inc. and its debtor affiliates (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”) hereby submits this witness and exhibit list (this “**Witness & Exhibit List**”) for the hearing scheduled for **December 10, 2024, at 10:00 a.m.** (prevailing Eastern Time) before the Honorable John T. Dorsey (the “**Hearing**”).

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

WITNESSES

1. Any witness identified or called by any other party; and
2. Any witness necessary for rebuttal.

EXHIBITS

3. The Committee may offer into evidence any one or more of the following exhibits:

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1.	Any document entered or filed in the Debtors' Chapter 11 Cases, including any exhibits thereto				
2.	All exhibits necessary for impeachment and/or rebuttal purposes				
3.	All exhibits identified or offered by any other party at the Hearing				

RESERVATION OF RIGHTS

4. The Committee reserves the right to amend and/or supplement this Witness & Exhibit List at any time prior to the Hearing. The Committee further reserves the right to (i) ask the Court to take judicial notice of pleadings, transcripts, and/or documents filed in, or in connection with, the Chapter 11 Cases, or any publicly available documents and (ii) cross-examine any witness called by any other party at the Hearing. Designation of any exhibit does not waive any objections the Committee may have to any exhibit listed on any other party's exhibit list.

Dated: December 6, 2024

Respectfully submitted,

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Bradford J. Sandler

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*Proposed Counsel to the Official Committee
of Unsecured Creditors*